

1 COOLEY GODWARD KRONISH LLP  
2 STEPHEN C. NEAL (170085) (nealsc@cooley.com)  
3 WILLIAM S. FREEMAN (82002) (freemanws@cooley.com)  
4 SHANNON M. EAGAN (212830) (seagan@cooley.com)  
5 EINAT SANDMAN CLARKE (234776) (eclarke@cooley.com)  
Five Palo Alto Square  
3000 El Camino Real  
Palo Alto, CA 94306-2155  
Telephone: (650) 843-5000  
Facsimile: (650) 857-0663

7 Attorneys for Defendant  
Kent H. Roberts

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

## SECURITIES AND EXCHANGE COMMISSION.

14 Plaintiff,

15 || v.

16 KENT H. ROBERTS,

17 || Defendant.

Case No. C 07-04580 MHP

**DECLARATION OF EINAT SANDMAN  
CLARKE IN SUPPORT OF DEFENDANT  
KENT ROBERTS' ADMINISTRATIVE  
MOTION TO FILE UNDER SEAL PORTIONS  
OF DEFENDANT'S MOTION TO COMPEL  
PRODUCTION OF DOCUMENTS FROM  
THIRD PARTY HOWREY LLP AND  
EXHIBITS D & O TO THE DECLARATION  
OF WILLIAM S. FREEMAN IN SUPPORT  
THEREOF**

Judge: Hon. Marilyn H. Patel

22 I, Einat Sandman Clarke, declare as follows:

23        1. I am an attorney licensed to practice law in the State of California and an associate  
24 at the law firm of Cooley Godward Kronish LLP, counsel of record for defendant Kent Roberts  
25 (“Defendant”). The following facts are based on personal knowledge or on information and  
26 belief based upon my review of documents and sources I believe to be trustworthy.

1 contains documents that have been designated confidential subject to a Protective Order (“Weiss  
 2 Protective Order”) entered in the arbitration proceeding of *Kevin Weiss v. McAfee, Inc.*, American  
 3 Arbitration Association, No. 71 166 00038 07 (“Weiss Arbitration”).

4       3. Attached hereto as Exhibit A is a true and correct copy of the *Weiss* Protective  
 5 Order.

6       4. Defendant received the documents subject to the *Weiss* Protective Order from the  
 7 government in the course of discovery, and has been informed by counsel for Kevin Weiss and  
 8 McAfee, Inc. (“McAfee”) that the documents are sealable. Attached hereto as Exhibit B is a  
 9 correspondence between Defendant’s counsel and counsel for Kevin Weiss regarding the  
 10 documents that Defendant has moved to file under seal.

11      5. Defendant’s counsel has advised counsel for both parties in the *Weiss* Arbitration  
 12 of the filing of Defendant’s Motion to Compel Production of Documents from Third Party  
 13 Howrey LLP, and that the Freeman Declaration contains documents that have been designated  
 14 confidential under the *Weiss* Protective Order. Defendant’s counsel referred both parties to their  
 15 obligations regarding the sealed documents under Civil Local Rule 79-5. Courtesy copies of the  
 16 Motion to Compel and supporting documents will be sent to counsel for Kevin Weiss and  
 17 McAfee.

18      6. Exhibit D to the Freeman Declaration contains excerpts from the Deposition of  
 19 Transcript of Robert E. Gooding, Jr., taken in the course of the *Weiss* Arbitration.

20      7. Exhibit O to the Freeman Declaration contains excerpts from the Deposition of  
 21 Transcript of David T. Bartels, taken in the course of the *Weiss* Arbitration.

22      8. There are portions of Defendant’s Motion to Compel Production of Documents  
 23 from Third Party Howrey LLP that refer to information designated confidential under the *Weiss*  
 24 Protective Order. Pursuant to Local Rule 79-5(c) and (d), a public version of the Motion to  
 25 Compel has been electronically filed with the Court.

26

27

28

1 I declare under penalty of perjury that the foregoing is true and correct. Executed on  
2 February 15, 2008, at Palo Alto, California.

3 \_\_\_\_\_/s/  
4 Einat Sandman Clarke  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28